

AFFIDAVIT OF IAN BOXILL

MATTHEW WILSON, SBN: 160341
SIDEBAR LEGAL, PC

State of California
County of Los Angeles

I, the undersigned, do hereby swear, certify, and affirm that:

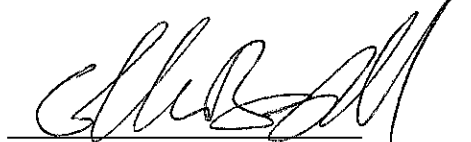
1. I am over the age of 18 and am a resident of the State of California. I have personal knowledge of the facts herein, and, if called as a witness, could testify competently thereto.
2. I co-authored five tracks recorded during the summer and fall of 2006 with Prince Rogers Nelson (Prince) titled: (1) *Deliverance*; (2) *No One Else*; (3) *I am*; (4) *Touch Me*; (5) *Sunrise Sunset*.
3. Prince and I recorded the basic instruments (drums, bass, electric guitars, some keyboards played by Prince) for the tracks listed in Section 2 of this Affidavit around the time of the "Planet Earth" tracking sessions.
4. Prince and I initially recorded the five tracks listed in Section 2 of this Affidavit at the Paisley Park studio with live musicians on two-inch tape and I transferred the songs to a digital format for editing and portability. We recorded in multiple locations in 2006 as both Prince and I desired to complete the songs.
5. Prince and I completed some of the overdubs and edits of the five tracks listed in Section 2 during his lifetime.
6. Prince and I worked on some of the overdubs and edits at the Rio All Suite Hotel and Casino, located at 3700 West Flamingo Road, Las Vegas, Nevada 89103 and Prince's home located in Hollywood, California. I also worked on some of the overdubs and edits and modified the tracks on my own time.
7. I have the tracks listed in Section 2 of this Affidavit stored on a Hard Drive in my possession.
8. I worked with Prince on developing, authoring and finishing the tracks listed in Section 2 of this Affidavit.
9. I was in routine communication with Prince and would send Prince updates on the progress of the tracks titled listed in Section 2 of this Affidavit through 2008.
10. I was Prince's sound engineer, Production Manager, Co-Producer and editor with respect the tracks listed in Section 2 of this Affidavit.
11. I "comped" the performances on the tracks listed in Section 2 of this Affidavit.
12. I edited performances of the track listed in Section 2 of this Affidavit, and decided with Prince which performance of several takes Prince should use. We created the music together and decided which instruments would be used and the arrangement of the music.
13. Prince and I recorded the: (1) drums; (2) bass; (3) Prince's guitar; (4) Prince's Lead Vocal after the drums, bass, and Prince's guitar on the tracks listed in Section 2 of this Affidavit.
14. I created the guitar tone, bass tone, and drum tone that we used on the tracks listed in Section 2 of this Affidavit.

15. I largely contributed to the vocal arrangement and authored backup vocals for the track titled "Deliverance".
16. I worked closely with Prince to decide the appropriate sound, elements of performance, melody and instruments of the track titled "Deliverance".
17. In 2006, I composed, recorded, and produced a background vocal arrangement for the track titled "Deliverance". I recorded this background arrangement using friends of Prince's which he nicknamed "The Twinz".
18. Nandy McClean and Maya McClean are known as "The Twinz".
19. Prince approved of "The Twinz" vocal arrangement and melodies, which I composed.
20. After Prince approved "The Twinz" vocal arrangement, I continued working independently on the track titled "Deliverance" and routinely collaborated with Prince on the track.
21. In 2016, I removed the vocal tracks performed by "The Twinz" on the track titled "Deliverance". I replaced "The Twinz" vocal tracks with the same melodic lines I co-produced and composed earlier and had them performed instead by a gospel choir.
22. I composed the choir with twelve (12) vocalists and recorded the choir at Westlake Studios in Hollywood, California on June 29, 2016.
23. During the recording at Westlake Studios in Hollywood, California on June 29, 2016, I added Hammond B3 and piano sounds to the track titled "Deliverance" to add melody to the song.
24. After recording the piano at Westlake Studios in Hollywood, California, I decided to replace the Westlake Studios piano with another "tracking session" of piano.
25. I co-produced and added a string instrument arrangement to the track titled "Deliverance."
26. In 2017, I "mixed" the track titled "Deliverance" at Westlake Studios in Hollywood, California.
27. I oversaw the mastering of the track titled "Deliverance" in New York State.
28. To the best of my knowledge and belief, I am the only person in possession of the "masters" for the track titled "Deliverance".
29. I edited the vocal performances of four (4) tracks: *I am*; *Touch Me*; *Sunrise Sunset*; *No One Else* (collectively "Man Opera") and decided with Prince which performance Prince should use.
30. I engineered, co-created and co-produced the music tracks that accompany Prince's vocals for "Man Opera".
31. I "comped" all the performances on "Man Opera" and "Deliverance"
32. I worked closely with Prince on "Man Opera" to decide which instruments Prince should "track", how those instruments should sound, and how I should edit the melodies and performance of the instruments.
33. After I tracked the instruments, I removed some instruments, arranged many of the performances of the instruments, and edited many of the instruments for "Man Opera".
34. In 2006, Prince and I added the sound of clapping to the track titled "I Am".
35. I erased some instruments from the "two-inch tape" of "Man Opera" to make room for more accompanying instruments. Prince approved this process.
36. In 2016, I felt the "Man Opera" tracks were far from completion and the vocal and instrumental arrangements were not fully developed.
37. I extended the length of the track titled "I Am" and adjusted the ending of the track titled "No One Else".

38. In 2017, I added an orchestral arrangement. This arrangement included: (1) strings; and (2) horns.
39. In 2017, I made two (2) revisions to the original recorded orchestral arrangement of "Man Opera" and re-recorded the revisions.
40. Since 2006, I have solely possessed the files associated with the tracks listed in Section 2 of this Affidavit and strongly believe I am the only person with custody over the files associated with these tracks.
41. To the best of my knowledge and belief, I am the only person in possession of the "masters" for the tracks listed in Section 2 of this Affidavit.
42. From 2016 to the date of this Affidavit, I have caused to be spent an amount in excess of \$25,000.00 on the completion of these five tracks.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed this 16th day of March, 2017



Ian Boxill

ACKNOWLEDGMENT

State of California
County of Los Angeles

On March 16, 2017, before me, Carmela Ort, Notary Public, personally appeared, Ian Boxill, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature  (Seal)

